

Estate to other premises, whether or not such other premises are subject to the lien hereof, provided, however, that if such other premises are not subject to the lien hereof the Company owning such property shall deliver to the Trustee, promptly after any such change in location, a conveyance to the Trustee subjecting to the lien hereof, subject only to such Prior Liens as may be specified in the Opinion of Counsel hereinafter referred to, the new or relocated lines, tracks, station houses, buildings or other structures or fixtures, and the property on which the same are situated, together with an Opinion of Counsel that such conveyance is effective for such purpose, and that such property is not subject to any Prior Liens, other than such Prior Liens upon the premises from which such property was removed as may be specified in such Opinion of Counsel.

(b) Any Company shall have full power without notice to, or action by, the Trustee, from time to time (a) to alter, remove, demolish or retire from service, otherwise than by sale or exchange, any building or structure or industry tracks or side tracks or yard tracks or other similar property in the Trust Estate which may have become unfit, obsolete, or undesirable for use or which it may deem necessary or desirable to alter, remove, demolish or retire in connection with the maintenance or operation of or in the improvement of the Trust Estate, (b) to dispose of any portion of the Equipment, machinery, fixtures, apparatus, implements, furniture, materials, supplies and other portable personal property at any time held subject to the lien hereof, which may have become obsolete or otherwise unfit or undesirable for use or which it may not be necessary or advantageous longer to retain for use upon the Trust Estate and (c) to sell or dispose of, or use in the construction of Equipment, machinery or apparatus, any scrap or other material accumulated from any above mentioned alteration, removal, demolition or retirement or otherwise; in each case replacing the same with, or substituting therefor, other properties, not necessarily of the same character but having a value at least equal to the then value of the old prop-